Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2012

Open to public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation
THE SULICA FUND, INC
C/O SUSAN FREEMAN MCGEE

A Employer identification number
52-2199624

Number and street (or P O box number if mail is not delivered to street address) Room/suite
4902 MONTGOMERY AVENUE

B Telephone number
301-907-4453

City or town, state, and ZIP code
BETHESDA, MD 20816-3020

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 1,651,114.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I	**Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received			N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	38,635.	38,635.		STATEMENT 1
	4	Dividends and interest from securities	18,511.	18,511.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	19,614.			
	b	Gross sales price for all assets on line 6a 385,060.				
	7	Capital gain net income (from Part IV, line 2)		19,614.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	**Total.** Add lines 1 through 11	76,760.	76,760.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 3	3,150.	3,150.		0.
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 4	805.	169.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 5	12,704.	12,430.		0.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	16,659.	15,749.		0.
	25	Contributions, gifts, grants paid	90,000.			90,000.
	26	**Total expenses and disbursements.** Add lines 24 and 25	106,659.	15,749.		90,000.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	<29,899.>			
	b	**Net investment income** (if negative, enter -0-)		61,011.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations			
	b	Investments - corporate stock STMT 6	1,496,072.	1,466,173.	1,651,114.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	1,496,072.	1,466,173.	1,651,114.
Liabilities	17	Accounts payable and accrued expenses	2,639.	2,639.	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	2,639.	2,639.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	1,493,433.	1,463,534.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances**	1,493,433.	1,463,534.	
	31	**Total liabilities and net assets/fund balances**	1,496,072.	1,466,173.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,493,433.
2	Enter amount from Part I, line 27a	2	<29,899.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,463,534.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,463,534.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	385,060.			19,614.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				19,614.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2 19,614.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter -0- in Part I, line 8 } 3 N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	89,091.	1,657,319.	.053756
2010	91,917.	1,680,394.	.054700
2009	90,599.	1,635,133.	.055408
2008	96,109.	1,834,149.	.052400
2007	100,000.	2,030,127.	.049258

2	Total of line 1, column (d)	2	.265522
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.053104
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,618,768.
5	Multiply line 4 by line 3	5	85,963.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	610.
7	Add lines 5 and 6	7	86,573.
8	Enter qualifying distributions from Part XII, line 4	8	90,000.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary-see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	610.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.
3	Add lines 1 and 2	3	610.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	610.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	0.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	13.
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	623.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax ▶** **Refunded ▶**	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0. **(2)** On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MD			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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Part VII-A Statements Regarding Activities *(continued)*

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ SUSAN FREEMAN MCGEE Telephone no ▶301-907-4453

Located at ▶4902 MONTGOMERY AVENUE, BETHESDA, MD ZIP+4 ▶20816

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

		Yes	No
16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a During the year did the foundation (either directly or indirectly)			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
Organizations relying on a current notice regarding disaster assistance check here ▶☐			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If "Yes," list the years ▶ ____ , ____ , ____ , ____			
b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions) N/A	2b		
c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____ , ____ , ____ , ____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b If "Yes," did it have excess business holdings in 2012 as a result of (**1**) any purchase by the foundation or disqualified persons after May 26, 1969, (**2**) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (**3**) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)* N/A	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

			Yes	No
5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	**5b**		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		**6b**		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	**7b**		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SUSAN FREEMAN MCGEE 4902 MONTGOMERY AVENUE BETHESDA, MD 20816	PRESIDENT, DIRECTOR 5.00	0.	0.	0.
LISA FREEMAN 847 OLD SANTA FE TRAIL SANTA FE, NM 87505	VICE-PRES,SECR, DIRECTOR 5.00	0.	0.	0.
CARLA FREEMAN 738 GREGORY LANE SANTA FE, NM 87505	TREASURER, DIRECTOR 5.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.

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12-05-12

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	1,643,419.
b	Average of monthly cash balances		1b	0.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	1,643,419.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	1,643,419.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	24,651.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	1,618,768.
6	**Minimum investment return.** Enter 5% of line 5		6	80,938.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6		1	80,938.
2a	Tax on investment income for 2012 from Part VI, line 5	2a 610.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	610.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	80,328.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	80,328.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	80,328.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	90,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	90,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	610.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	89,390.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				80,328.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			63,975.	
b Total for prior years ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 90,000.				
a Applied to 2011, but not more than line 2a			63,975.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				26,025.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				54,303.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

Form **990-PF** (2012)

223581
12-05-12

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	**(e) Total**
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

SUSAN FREEMAN MCGEE, 301-907-4453
4902 MONTGOMERY AVENUE, BETHESDA, MD 20816

b The form in which applications should be submitted and information and materials they should include

LETTER TO FOUNDATION

c Any submission deadlines

NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

NONE

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
AMERICAN FRIENDS NEVE SHALOM/WAHAT AL-SALAAM, 12925 RIVERSIDE DR, 2ND FLOOR SHERMAN OAKS, CA 91423	NONE	PUBLIC CHARITY	GENERAL DONATION	3,250.
AMERICAN SOCIETY FOR THE PROTECTION OF NATURE IN ISRAEL 28 ARRANDALE AVENUE GREAT NECK, NY 11024	NONE	PUBLIC CHARITY	GENERAL DONATION	1,000.
AMIGOS BRAVOS PO BOX 238 TAOS, NM 87571	NONE	PUBLIC CHARITY	GENERAL DONATION	1,500.
ARTS FOR THE AGING 12320 PARKLAWN DRIVE ROCKVILLE, MD 20852	NONE	PUBLIC CHARITY	GENERAL DONATION	1,000.
ASTRACA LESBIAN FOUNDATION FOR JUSTICE 116 EAST 16TH STREET, 7TH FLOOR NEW YORK, NY 10003	NONE	PUBLIC CHARITY	GENERAL DONATION	500.
Total SEE CONTINUATION SHEET(S)			▶ 3a	90,000.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Form **990-PF** (2012)

223611
12-05-12

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	38,635.	
4 Dividends and interest from securities			14	18,511.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	19,614.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		76,760.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 76,760.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

▶ Susan Freeman McGee | 11/13/13 ▶ President

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
GARY P EHRLICH		11/11/13		P01446486
Firm's name ▶ GEIMER, EHRLICH & GROSS, P.A.			Firm's EIN ▶ 52-2008740	
Firm's address ▶ 7315 WISCONSIN AVE STE 220E BETHESDA, MD 20814			Phone no (301)654-5800	

THE SULICA FUND, INC
C/O SUSAN FREEMAN MCGEE

CONTINUATION FOR 990-PF, PART IV
52-2199624 PAGE 1 OF 1

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	RAYMOND JAMES #79674085-TOTAL PROCEEDS	P		12/31/12
b	RAYMOND JAMES #79674085-TOTAL ST			12/31/12
c	RAYMOND JAMES #79674085-TOTAL LT			12/31/12
d	RAYMOND JAMES #79680562-TOTAL GROSS PROCEEDS	P		12/31/12
e	RAYMOND JAMES #79680562-TOTAL ST			12/31/12
f	RAYMOND JAMES #79680562-TOTAL LT			12/31/12
g	RAYMOND JAMES #82102837-TOTAL PROCEEDS	P		12/31/12
h	RAYMOND JAMES #82102837-TOTAL ST			12/31/12
i	RAYMOND JAMES #82102837-TOTAL LT			12/31/12
j	CAPITAL GAINS DIVIDENDS			
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	206,337.			0.
b				5,797.
c				10,714.
d	27,162.			0.
e				<106.>
f				3,777.
g	150,860.			0.
h				<900.>
i				<369.>
j	701.			701.
k				
l				
m				
n				
o				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				0.
b				5,797.
c				10,714.
d				0.
e				<106.>
f				3,777.
g				0.
h				<900.>
i				<369.>
j				701.
k				
l				
m				
n				
o				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	19,614.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	N/A

223591
05-01-12

THE SULICA FUND, INC
C/O SUSAN FREEMAN MCGEE 52-2199624

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BEREA COLLEGE CPO 2182 BEREA, KY 40404	NONE	PUBLIC CHARITY	GENERAL DONATION	2,000.
BREAD FOR THE CITY 1525 SEVENTH STREET NW WASHINGTON, DC 20001	NONE	PUBLIC CHARITY	GENERAL DONATION	3,500.
CALVARY WOMEN'S SERVICES 110 MARYLAND AVE NE SUITE 103, WASHINGTON, DC 20002	NONE	PUBLIC CHARITY	GENERAL DONATION	1,000.
CAPITOL AREA FOOD BANK 645 TAYLOR STREET NE WASHINGTON, DC	NONE	PUBLIC CHARITY	GENERAL DONATION	6,250.
CENTER FOR CONTEMPORY ARTS SANTA FE 1050 OLD PECOS TRAIL SANTA FE, NM 87505	NONE	PUBLIC CHARITY	GENERAL DONATION	1,000.
CHABAD NM 242 WEST S MATEO SANTA FE, NM 87505	NONE	PUBLIC CHARITY	GENERAL DONATION	1,000.
CONSERVATION VOTERS 507 WEBBAR STREET, UNIT A SANTA FE, NM 87505	NONE	PUBLIC CHARITY	GENERAL DONATION	500.
CREATIVITY FOR PEACE 369 MONTEZUMA AVE #566 SANTA FE, NM 87501	NONE	PUBLIC CHARITY	GENERAL DONATION	2,000.
FELINES AND FRIENDS 369 MONTEZUMA AVE #566 SANTA FE, NM 87501	NONE	PUBLIC CHARITY	GENERAL DONATION	1,500.
FINE ARTS FOR CHILDREN AND TEENS P.O. BOX 22363 SANTA FE, NM 87502	NONE	PUBLIC CHARITY	GENERAL DONATION	1,500.
Total from continuation sheets				82,750.

223631
05-01-12

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FOOD AND FRIENDS 219 RIGGS RD NE WASHINGTON, DC 20011	NONE	PUBLIC CHARITY	GENERAL DONATION	3,500.
FRIENDS OF THE LIBRARY 21 MARYLAND AVE #310 ROCKVILLE, MD 20850	NONE	PUBLIC CHARITY	GENERAL DONATION	1,000.
GERARD'S HOUSE P.O. BOX 28693 SANTA FE, NM 87592	NONE	PUBLIC CHARITY	GENERAL DONATION	1,500.
GIRLS INC OF SANTA FE 301 HILLSIDE AVE SANTA FE, NM 87501	NONE	PUBLIC CHARITY	GENERAL DONATION	1,250.
HORTON'S KIDS 110 MARYLAND AVE NE, SUITE 207 WASHINGTON, DC 20002	NONE	PUBLIC CHARITY	GENERAL DONATION	500.
IMPACT PERSONAL SAFETY PO BOX 8350 SANTA FE, NM 87504	NONE	PUBLIC CHARITY	GENERAL DONATION	1,000.
JEWISH HISTORICAL SOCIETY OF GREATER WASHINGTON 701 4TH STREET NW, SUITE 200 WASHINGTON, DC 20001	NONE	PUBLIC CHARITY	GENERAL DONATION	2,500.
JEWISH SOCIAL SERVICE AGENCY OF METROPOLITAN WASHINGTON 6123 MONTROSE RD ROCKVILLE, MD 20852	NONE	PUBLIC CHARITY	GENERAL DONATION	2,000.
KITCHEN ANGELS 1222 SILER ROAD SANTA FE, NM 87507	NONE	PUBLIC CHARITY	GENERAL DONATION	3,000.
LENSIC PERFORMING ARTS CENTER 211 WEST SAN FRANCISCO ST SANTA FE, NM 87501	NONE	PUBLIC CHARITY	GENERAL DONATION	2,000.
Total from continuation sheets				

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05-01-12

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NATURAL RESOURCES DEFENSE COUNCIL 40 WEST 20TH STREET, 11TH FLOOR NEW YORK, NY 10011	NONE	PUBLIC CHARITY	GENERAL DONATION	1,000.
NATURE CONSERVANCY OF NEW MEXICO 212 EAST MACY, SUITE 200 SANTA FE, NM 87501	NONE	PUBLIC CHARITY	GENERAL DONATION	2,000.
NEW MEXICO ENVIRONMENTAL LAW CENTER 1405 LUISA STREET, SUITE 5 SANTA FE, NM 87505	NONE	PUBLIC CHARITY	GENERAL DONATION	1,000.
NEW MEXICO SCHOOL FOR THE ARTS 275 EAST ALAMEDA SANTA FE, NM 87501	NONE	PUBLIC CHARITY	GENERAL DONATION	500.
NEW MEXICO'S WOMEN'S FOUNDATION 551 CORDOVA ROAD #411 SANTA FE, NM 87505	NONE	PUBLIC CHARITY	GENERAL DONATION	1,000.
PEACE PLAYERS INTL 901 NEW YORK AVE NW, SUITE 550 EAST WASHINGTON, DC 20001	NONE	PUBLIC CHARITY	GENERAL DONATION	500.
PLANNED PARENTHOOD OF NEW MEXICO 719 SAN MATEO NE ALBUQUERQUE, NM 87108	NONE	PUBLIC CHARITY	GENERAL DONATION	1,500.
PLANNED PARENTHOOD OF WASHINGTON DC 1108 16TH STREET NW WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	GENERAL DONATION	1,500.
QUIVIRA COALITION 1413 2ND STREET. SUITE 1 SANTA FE, NM 87505	NONE	PUBLIC CHARITY	GENERAL DONATION	1,000.
READING IS FUNDAMENTAL 1255 23RD STREET NW, SUITE 300 WASHINGTON, DC 20037	NONE	PUBLIC CHARITY	GENERAL DONATION	1,000.
Total from continuation sheets				

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05-01-12

Part XV Supplementary Information

3 **Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
REEL FATHERS 6 TORENO COURT SANTA FE, NM 87508	NONE	PUBLIC CHARITY	GENERAL DONATION	500.
ROUND HOUSE THEATRE P.O. BOX 30688 BETHESDA, MD 20814	NONE	PUBLIC CHARITY	GENERAL DONATION	11,500.
SANTA FE ANIMAL SHELTER AND HUMANE SOCIETY 100 CAJA DEL RIO ROAD SANTA FE, NM 87507	NONE	PUBLIC CHARITY	GENERAL DONATION	2,000.
SIDWELL FRIENDS SCHOOL 3825 WISCONSIN AVENUE NW WASHINGTON, DC 20016	NONE	PUBLIC CHARITY	GENERAL DONATION	3,000.
SITE SANTA FE 1606 PASEO DE PERALTA SANTA FE, NM 87501	NONE	PUBLIC CHARITY	GENERAL DONATION	500.
SOLACE CRISIS TREATMENT CENTER 6601 VALENTINE WAY SANTA FE, NM 87507	NONE	PUBLIC CHARITY	GENERAL DONATION	1,500.
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVE MONTGOMERY, AL 36104	NONE	PUBLIC CHARITY	GENERAL DONATION	1,500.
THE CHILDREN'S INN AT NIH 7 WEST DRIVE BETHESDA, MD 20814	NONE	PUBLIC CHARITY	GENERAL DONATION	2,000.
THE ELEPHANT SANCTUARY IN TENNESSEE P.O. BOX 393 HOHENWALD, TN 38462	NONE	PUBLIC CHARITY	GENERAL DONATION	1,000.
THE FOOD DEPOT 1222 SILER ROAD SANTA FE, NM 87507	NONE	PUBLIC CHARITY	GENERAL DONATION	4,250.
Total from continuation sheets				

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05-01-12

THE SULICA FUND, INC
C/O SUSAN FREEMAN MCGEE 52-2199624

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE WILDLIFE CENTER P.O. BOX 246 ESPANOLA, NM 87532	NONE	PUBLIC CHARITY	GENERAL DONATION	750.
THINK NEW MEXICO 1227 PASEO DE PERALTA SANTA FE, NM 87501	NONE	PUBLIC CHARITY	GENERAL DONATION	2,000.
V-DAY 303 PARK AVE SOUTH, SUITE 1184 NEW YORK, NY 10010	NONE	PUBLIC CHARITY	GENERAL DONATION	500.
VECINOS DEL RIO P.O. BOX 407 VELARDE, NM 87582	NONE	PUBLIC CHARITY	GENERAL DONATION	1,000.
WILD EARTH GUARDIANS 312 MONTEZUMA AVE SANTA FE, NM 87501	NONE	PUBLIC CHARITY	GENERAL DONATION	1,250.
Total from continuation sheets				

223631
05-01-12

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
RAYMOND JAMES-VARIOUS	38,635.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	38,635.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
RAYMOND JAMES-VARIOUS	19,212.	701.	18,511.
TOTAL TO FM 990-PF, PART I, LN 4	19,212.	701.	18,511.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,150.	3,150.		0.
TO FORM 990-PF, PG 1, LN 16B	3,150.	3,150.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN INCOME TAXES	169.	169.		0.
EXCISE TAXES	636.	0.		0.
TO FORM 990-PF, PG 1, LN 18	805.	169.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES- INVESTMENTS ACCOUNTS	12,257.	12,257.		0.
BANK FEES/ADMIN	447.	173.		0.
TO FORM 990-PF, PG 1, LN 23	12,704.	12,430.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MARKETABLE SECURITIES	1,466,173.	1,651,114.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,466,173.	1,651,114.

W/L Form 990PF

SPC Financial, Inc.

REALIZED GAINS AND LOSSES

Sulica Fund #52-2199624

Account # 79674085

From 01-01-12 Through 12-31-12

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
08-30-2010	01-05-2012	1,150 000	iShares Silver Trust	21,482 45	32,406 04		10,923 59
04-01-2010	01-20-2012	987 89	Ginnie Mae 2010-30 Lb 4 500% Due 01-20-40	1,002 81	987 89		-14 92
04-01-2010	02-21-2012	972 46	Ginnie Mae 2010-30 Lb 4 500% Due 01-20-40	987 14	972 46		-14 68
08-30-2011	03-02-2012	700 000	iShares Indonesia Invstble Mrkt	22,609 95	20,969 92	-1,640 03	
04-01-2010	03-20-2012	957 18	Ginnie Mae 2010-30 Lb 4 500% Due 01-20-40	971 63	957 18		-14 45
04-01-2010	04-20-2012	942 04	Ginnie Mae 2010-30 Lb 4 500% Due 01-20-40	956 26	942 04		-14 22
09-08-2011	05-08-2012	400 000	Celgene Corporation	24,214 55	27,984 47	3,769 92	
06-21-2011	05-17-2012	600 000	Harley Davidson Incorporated	22,811 37	27,476 54	4,665 17	
04-01-2010	05-21-2012	927 06	Ginnie Mae 2010-30 Lb 4 500% Due 01-20-40	941 06	927 06		-14 00
10-25-2011	06-06-2012	600 000	Fastenal Company	21,634 95	23,537 33	1,902 38	
04-01-2010	06-20-2012	912 21	Ginnie Mae 2010-30 Lb 4 500% Due 01-20-40	925 98	912 21		-13 77
04-01-2010	07-20-2012	897 51	Ginnie Mae 2010-30 Lb 4 500% Due 01-20-40	911 06	897 51		-13 55
04-01-2010	08-20-2012	882 94	Ginnie Mae 2010-30 Lb 4 500% Due 01-20-40	896 27	882 94		-13 33
04-01-2010	09-20-2012	868 52	Ginnie Mae 2010-30 Lb 4 500% Due 01-20-40	881 63	868 52		-13 11
04-01-2010	10-22-2012	854 24	Ginnie Mae 2010-30 Lb 4 500% Due 01-20-40	867 14	854 24		-12 90
07-10-2012	10-25-2012	450 000	Du Pont E I De Nemours & Company	21,340 27	20,270 46	-1,069 81	
04-01-2010	11-20-2012	840 10	Ginnie Mae 2010-30 Lb 4 500% Due 01-20-40	852 78	840 10		-12 68
04-02-2012	11-21-2012	400 000	Consolidated Edison Incorporated	23,414 90	21,584 61	-1,830 29	
11-02-2011	11-26-2012	250 000	iShares Tr DJ US Utils	21,284 95	21,239 62		-45 33
04-01-2010	12-20-2012	826 09	Ginnie Mae 2010-30 Lb 4 500% Due 01-20-40	838 56	826 09		-12 47
TOTAL GAINS						10,337 47	10,923 59
TOTAL LOSSES						-4,540 13	-209 43
				189,825.73	**206,337.23**	**5,797.34**	**10,714.16**
TOTAL REALIZED GAIN/LOSS			16,511 50				

1 of 6

SPC Financial, Inc.

REALIZED GAINS AND LOSSES

Sulica Fund

Account # 79680562

From 01-01-12 Through 12-31-12

						Gain Or Loss	
Open Date	**Close Date**	**Quantity**	**Security**	**Cost Basis**	**Proceeds**	**Short Term**	**Long Term**
11-07-2011	03-01-2012	720 000	First Trust Utilities AlphaDEX	12,742 95	12,636 82	-106 13	
07-23-2010	03-23-2012	130 000	iShares Tr S&P Mid Cap 400 Grw	10,747 72	14,524 78		3,777 06
TOTAL GAINS						0 00	3,777 06
TOTAL LOSSES						-106 13	0 00
				23,490.67	**27,161.60**	**-106.13**	**3,777.06**
TOTAL REALIZED GAIN/LOSS			3,670 93				

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SPC Financial, Inc.

REALIZED GAINS AND LOSSES

Sulica Fund

Account # 82102837

From 01-01-12 Through 12-31-12

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
07-29-2008	01-17-2012	692 47	Gnma Remic Trust 2008-54 Na 4 500% Due 11-16-34	688 18	692 47		4 29
06-17-2011	01-17-2012	2,991 26	Gnma Remic Trust 2011-73 Ud 4 000% Due 02-16-41	3,013 99	2,991 26	-22 73	
11-16-2011	01-20-2012	3,057 83	Gnma Remic Trust 2011-102 Cq 4 000% Due 03-20-41	3,127 06	3,057 83	-69 23	
07-29-2008	02-16-2012	505 16	Gnma Remic Trust 2008-54 Na 4 500% Due 11-16-34	502 03	505 16		3 13
06-17-2011	02-16-2012	4,386 78	Gnma Remic Trust 2011-73 Ud 4 000% Due 02-16-41	4,420 12	4,386 78	-33 34	
11-16-2011	02-21-2012	3,468 35	Gnma Remic Trust 2011-102 Cq 4 000% Due 03-20-41	3,546 88	3,468 35	-78 53	
06-17-2011	03-16-2012	4.768 18	Gnma Remic Trust 2011-73 Ud 4 000% Due 02-16-41	4,804 41	4,768 18	-36 23	
07-29-2008	03-16-2012	599 32	Gnma Remic Trust 2008-54 Na 4 500% Due 11-16-34	595 60	599 32		3 72
11-16-2011	03-20-2012	3,520 74	Gnma Remic Trust 2011-102 Cq 4 000% Due 03-20-41	3,600 46	3,520 74	-79 72	
09-05-2008	03-20-2012	31 48	Gnma Remic Trust 2003-74 C 5 500% Due 04-20-32	31 49	31 48		-0 01
07-29-2008	04-16-2012	2,711 97	Gnma Remic Trust 2008-54 Na 4 500% Due 11-16-34	2,695 16	2,711 97		16 81
06-17-2011	04-16-2012	3,729 80	Gnma Remic Trust 2011-73 Ud 4 000% Due 02-16-41	3,758 14	3,729 80	-28 34	
11-16-2011	04-20-2012	4,235 36	Gnma Remic Trust 2011-102 Cq 4 000% Due 03-20-41	4,331.26	4,235 36	-95 90	
09-05-2008	04-20-2012	931 40	Gnma Remic Trust 2003-74 C 5 500% Due 04-20-32	931 57	931 40		-0 17
07-29-2008	05-16-2012	1.835 85	Gnma Remic Trust 2008-54 Na 4 500% Due 11-16-34	1,824 47	1,835 85		11 38
06-17-2011	05-16-2012	3,832 18	Gnma Remic Trust 2011-73 Ud 4 000% Due 02-16-41	3,861 30	3,832 18	-29 12	
09-05-2008	05-21-2012	1,059 73	Gnma Remic Trust 2003-74 C 5 500% Due 04-20-32	1,059 92	1,059 73		-0 19
11-16-2011	05-21-2012	3,480 39	Gnma Remic Trust 2011-102 Cq 4 000% Due 03-20-41	3,559 19	3,480 39	-78 80	

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SPC Financial, Inc.

REALIZED GAINS AND LOSSES

Sulica Fund

Account # 82102837

From 01-01-12 Through 12-31-12

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Short Term	 Long Term
07-29-2008	06-18-2012	431 92	Gnma Remic Trust 2008-54 Na 4 500% Due 11-16-34	429 24	431 92		2 68
06-17-2011	06-18-2012	3,595 62	Gnma Remic Trust 2011-73 Ud 4 000% Due 02-16-41	3,622 94	3,595 62		-27 32
09-05-2008	06-20-2012	877 10	Gnma Remic Trust 2003-74 C 5 500% Due 04-20-32	877 26	877 10		-0 16
11-16-2011	06-20-2012	2,917 75	Gnma Remic Trust 2011-102 Cq 4 000% Due 03-20-41	2,983 81	2,917 75	-66 06	
07-29-2008	07-16-2012	876 20	Gnma Remic Trust 2008-54 Na 4 500% Due 11-16-34	870 77	876 20		5 43
06-17-2011	07-16-2012	6,039 57	Gnma Remic Trust 2011-73 Ud 4 000% Due 02-16-41	6,085 46	6,039 57		-45 89
09-05-2008	07-20-2012	1,134 32	Gnma Remic Trust 2003-74 C 5 500% Due 04-20-32	1,134 53	1,134 32		-0 21
11-16-2011	07-20-2012	2,437 09	Gnma Remic Trust 2011-102 Cq 4 000% Due 03-20-41	2,492 27	2,437 09	-55 18	
07-29-2008	08-16-2012	636 07	Gnma Remic Trust 2008-54 Na 4 500% Due 11-16-34	632 13	636 07		3 94
06-17-2011	08-16-2012	9,773 91	Gnma Remic Trust 2011-73 Ud 4 000% Due 02-16-41	9,848 18	9,773 91		-74 27
11-16-2011	08-20-2012	2,335 81	Gnma Remic Trust 2011-102 Cq 4 000% Due 03-20-41	2,388 70	2,335 81	-52 89	
09-05-2008	08-20-2012	923 02	Gnma Remic Trust 2003-74 C 5 500% Due 04-20-32	923 19	923 02		-0 17
06-17-2011	09-17-2012	1,705 34	Gnma Remic Trust 2011-73 Ud 4 000% Due 02-16-41	1,718 30	1,705 34		-12 96
07-29-2008	09-17-2012	1,364 00	Gnma Remic Trust 2008-54 Na 4 500% Due 11-16-34	1,355 54	1,364 00		8 46
11-16-2011	09-20-2012	2,903 59	Gnma Remic Trust 2011-102 Cq 4 000% Due 03-20-41	2,969 33	2,903 59	-65 74	
09-05-2008	09-20-2012	1,078 94	Gnma Remic Trust 2003-74 C 5 500% Due 04-20-32	1,079 14	1,078 94		-0 20
08-27-2012	09-20-2012	481 22	Government National Mortgage A 2 500% Due 05-20-40	490 94	481 22	-9 72	
08-01-2012	09-20-2012	0 03	Gnma Remic 2012-91 Hq 2 000% Due 09-20-41	0 03	0 03	0 00	

SPC Financial, Inc.

REALIZED GAINS AND LOSSES

Sulica Fund

Account # 82102837

From 01-01-12 Through 12-31-12

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
07-29-2008	10-16-2012	1,470 39	Gnma Remic Trust 2008-54 Na 4 500% Due 11-16-34	1,461 27	1.470 39		9 12
10-02-2008	10-17-2012	430 34	Gnma Remic Trust 2008-60 Ay 5 500% Due 07-16-23	430 43	430 34		-0 09
09-05-2008	10-22-2012	1,264 29	Gnma Remic Trust 2003-74 C 5 500% Due 04-20-32	1,264 52	1,264 29		-0 23
08-27-2012	10-22-2012	489 20	Government National Mortgage A 2 500% Due 05-20-40	499 08	489 20	-9 88	
11-16-2011	10-22-2012	3,029 88	Gnma Remic Trust 2011-102 Cq 4 000% Due 03-20-41	3,098 48	3,029 88	-68 60	
08-01-2012	10-22-2012	0 03	Gnma Remic 2012-91 Hq 2 000% Due 09-20-41	0 03	0 03	0 00	
10-02-2008	11-16-2012	457 04	Gnma Remic Trust 2008-60 Ay 5 500% Due 07-16-23	457 13	457 04		-0 09
07-29-2008	11-16-2012	1,209 64	Gnma Remic Trust 2008-54 Na 4 500% Due 11-16-34	1,202 14	1,209 64		7 50
06-24-2011	11-20-2012	21,811 77	Gnma Remic Trust 2010-84 Tx 4 500% Due 02-20-40	22,004 78	21,811 77		-193 01
11-16-2011	11-20-2012	655 58	Gnma Remic Trust 2011-102 Cq 4 000% Due 03-20-41	670 42	655 56		-14 86
08-01-2012	11-20-2012	0 03	Gnma Remic 2012-91 Hq 2 000% Due 09-20-41	0 03	0 03	0 00	
09-05-2008	11-20-2012	1,272 68	Gnma Remic Trust 2003-74 C 5 500% Due 04-20-32	1,272 91	1,272 68		-0.23
09-04-2008	11-20-2012	634 26	Gnma Remic Trust 2005-17 Ac 5 000% Due 05-20-34	627 95	634 26		6 31
08-27-2012	11-20-2012	496 60	Government National Mortgage A 2 500% Due 05-20-40	506 63	496 60	-10 03	
10-02-2008	12-17-2012	617 19	Gnma Remic Trust 2008-60 Ay 5 500% Due 07-16-23	617 31	617 19		-0 12
07-29-2008	12-17-2012	526 03	Gnma Remic Trust 2008-54 Na 4 500% Due 11-16-34	522 77	526 03		3 26
08-01-2012	12-20-2012	0 03	Gnma Remic 2012-91 Hq 2 000% Due 09-20-41	0 03	0 03	0 00	
08-27-2012	12-20-2012	503 42	Government National Mortgage A 2 500% Due 05-20-40	513 59	503 42	-10 17	
06-24-2011	12-20-2012	20,164 26	Gnma Remic Trust 2010-84 Tx 4 500% Due 02-20-40	20,342 69	20,164 26		-178 43

SPC Financial, Inc.

REALIZED GAINS AND LOSSES

Sulica Fund

Account # 82102837

From 01-01-12 Through 12-31-12

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
09-05-2008	12-20-2012	1.005 99	Gnma Remic Trust 2003-74 C 5 500% Due 04-20-32	1.006 17	1,005 99		-0 18
09-04-2008	12-20-2012	9.472 09	Gnma Remic Trust 2005-17 Ac 5 000% Due 05-20-34	9,377 84	9,472 09		94 25
TOTAL GAINS						0 00	180 29
TOTAL LOSSES						-900 22	-548 81
				152,129.21	**150,860.47**	**-900.22**	**-368.52**
TOTAL REALIZED GAIN/LOSS			-1,268 74				

6 of 1,

Form 8868
(Rev. January 2013)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. THE SULICA FUND, INC C/O SUSAN FREEMAN MCGEE	Employer identification number (EIN) or 52-2199624
	Number, street, and room or suite no. If a P.O. box, see instructions. 4902 MONTGOMERY AVENUE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. BETHESDA, MD 20816-3020	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ SUSAN FREEMAN MCGEE 4902 MONTGOMERY AVENUE - BETHESDA, MD 20816
  Telephone No. ▶ 301-907-4453 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ ☐ . If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2013 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ ☒ calendar year 2012 or
▶ ☐ tax year beginning ______________ , and ending ______________ .

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 0.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 0.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

LHA **For Privacy Act and Paperwork Reduction Act Notice, see instructions.** Form **8868** (Rev. 1-2013)

223841
01-21-13

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Enter filer's identifying number, see instructions

Type or print

File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions
THE SULICA FUND, INC
C/O SUSAN FREEMAN MCGEE

Employer identification number (EIN) or
52-2199624

Number, street, and room or suite no. If a P.O. box, see instructions.
4902 MONTGOMERY AVENUE

Social security number (SSN)

City, town or post office, state, and ZIP code. For a foreign address, see instructions.
BETHESDA, MD 20816-3020

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ SUSAN FREEMAN MCGEE 4902 MONTGOMERY AVENUE - BETHESDA, MD 20816

Telephone No. ▶ 301-907-4453 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ ☐ . If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until NOVEMBER 15, 2013.

5 For calendar year 2012 , or other tax year beginning ______ , and ending ______.

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension
AWAITING INFORMATION FROM THIRD PARTY SOURCES NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**8a**	$ 0.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	**8b**	$ 0.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**8c**	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ Title ▶ CPA Date ▶ 8/9/13